2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28

- I am a Partner at Frandzel Robins Bloom & Csato, L.C., counsel of record for 1. secured creditor Archway Broadway Loan SPE, LLC, a Delaware limited liability company, successor in interest to Archway Real Estate Income Fund I REIT, LLC fka Archway Real Estate Income Fund I SPE I, LLC ("Archway"). If called as a witness, I could and would competently testify to all facts within my personal knowledge, except where stated upon information and belief.
- 2. This declaration is submitted in support of Archway's Motion for Relief From Automatic Stay ("Stay Relief Motion") (Dkt. pending) filed in the lead case of those jointlyadministered debtors, Seaton Investments, LLC ("Seaton"), Colyton Investments, LLC ("Colyton"), Broadway Avenue Investments, LLC ("Broadway"), SLA Investments, LLC ("SLA"), and Negev Investments, LLC ("Negev" and collectively with Seaton, Colyton, Broadway and SLA, the "Corporate Debtors") and Alan Gomperts ("Mr. Gomperts"), Daniel Halevy ("Mr. Halevy"), and Susan Halevy ("Ms. Halevy" and collectively with Mr. Gomperts and Mr. Halevy, the "Individual Debtors" and collectively with the Corporate Debtors, the "Debtors").
- 3. On May 9, 2024, I attended the initial chapter 11 status conferences on behalf of Archway in these jointly-administered bankruptcy cases of the Debtors. Afterward, I caused my office to request and obtain a copy of the transcript ("Transcript"). A true and correct copy of the Transcript is attached as **Exhibit 25**. I have reviewed the Transcript, and it is accurately reflects may recollection of what transpired at the status conference.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that this Declaration was executed on this 22nd day of October, 2024, at Los Angeles, California.

> /s/ Gerrick M. Warrington Gerrick M. Warrington

5374630v1 | 101415-0002

Case 2:24-bk-12079-VZ Doc 231-2 Filed 10/22/24 Entered 10/22/24 16:47:46 Desc Declaration of Gerrick Warrington Page 3 of 24

## Exhibit 25

Exhibit 25

	UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA LOS ANGELES DIVISION	
IN RE:	) CASE NO: 2:24-bk-12079-VZ ) CHAPTER 11 )	
SEATON INVESTMENTS	S, LLC, ) ) Los Angeles, California )	
Debtor.	) Thursday, May 9, 2024 ) 10:00 a.m.	
JOINTLY ADMINISTE		
2:24-bk-12074-VZ		
2:24-BK-12075-VZ		
2:24-BK-12076-VZ	•	
	(COLYTON INVESTMENTS, LLC);	
	(BROADWAY AVENUE INVESTMENTS, LLC);	
	(SLA INVESTMENTS, LLC);	
2:24-BK-12091-VZ	(NEGEV INVESTMENTS, LLC)	
STATUS CONFERENCE RE: CHAPTER 11 CASE [DKT.NOS.7,13,14,15,16,19]  BEFORE THE HONORABLE VINCENT P. ZURZOLO,  UNITED STATES BANKRUPTCY JUDGE		
Appearances:	See Page 2	
Court Recorder [E	CRO]: Shemainee Carranza 855 460-9641	
Transcribed by:	Exceptional Reporting Services, Inc. P.O. Box 8365 Corpus Christi, TX 78468 361 949-2988	
_	ded by electronic sound recording; ed by transcription service.	

Declaration of Gerrick Warrington Page 5 of 24

**APPEARANCES:** 

For Debtors: DERRICK TALERICO, ESQ.

Weintraub Zolkin Talerico & Selth

11766 Wilshire Boulevard

Suite 730

Los Angeles, CA 90025

310-207-1494

ZEV SHECHTMAN, ESQ.

Saul Ewing

1888 Century Park East

Suite 1500

Los Angeles, CA 90067

310-255-6130

U.S. Trustee: KELLY L. MORRISON, ESQ.

Office of the U.S. Trustee

915 Wilshire Boulevard

Suite 1850

Los Angeles, CA 90017

213-894-2656

Creditors: TODD S. GARAN, ESQ.

Aldridge Pite

8880 Rio San Diego Drive

Suite 725

San Diego, CA 92108

858-750-7600

TANYA BEHNAM, ESQ.

Polsinelli

2049 Century Park East

Suite 2900

Los Angeles, CA 90067

310-556-1801

GERRICK WARRINGTON, ESQ.

Frandzel Robins Bloom & Csato

1000 Wilshire Boulevard

19th Floor

Los Angeles, CA 90017

EXCEPTIONAL REPORTING SERVICES, INC

## 1 Los Angeles, California; Thursday, May 9, 2024; 10:05 a.m. 2 (Call to Order) 3 THE COURT: Okay. Now we come to matters two through nine. And I know there are different counsel with regards to 4 5 different cases. Let me first have an appearance with matters two, six, seven, eight, and nine. 6 7 MR. TALERICO: Good morning, Your Honor. This is Derrick Talerico. I'm counsel to Debtors Seaton Investments, 8 9 LLC, Colyton Investments, LLC, Broadway Avenue Investments, 10 LLC, SLA Investments, LLC, and Negev Investments, LLC. 11 And also on the phone is Alan Gomperts, who is the 12 authorized representative of all five of those corporate 13 debtors. 14 THE COURT: Okay. Good morning. 15 And then on behalf of Debtors in three, four, and 16 five. 17 MR. SHECHTMAN: Good morning, Your Honor. Zev 18 Shechtman of Saul Ewing, LLP. And I'm with (inaudible) Turner 19 Faulk of Saul Ewing, LLP as well (inaudible) introducing 20 himself, I believe. 21 And we have also on the call our individual debtor 22 clients, Mr. Alan Gomperts, Mr. Daniel Halevy, and Mrs. Susan 23 Halevy. 24 THE COURT: Okay. Thank you very much, good morning.

And then on behalf of the United States --

	4
1	MR. SPEAKER: Good morning, Your Honor.
2	THE COURT: On behalf of the united straits United
3	States Trustee for all cases.
4	MS. MORRISON: Yes, good morning, Your Honor. Kelly
5	Morrison appearing for Peter Sampson (phonetic).
6	THE COURT: Okay. Good morning.
7	And, let's see, we also have on behalf of U.S. Bank,
8	Wells Fargo, and Nationstar Mortgage.
9	MR. GARAN: Good morning, Your Honor. Todd Garan
10	appealing on behalf of Wells Fargo and U.S. Bank as to a few of
11	the individual cases, the Daniel Halevy and the Gomperts
12	matters.
13	THE COURT: Okay. Good morning.
14	And let's see, on behalf of Archway.
15	MR. WARRINGTON: Good morning, Your Honor. Gerrick
16	Warrington appearing on behalf of Archway in all cases, except
17	for Seaton and Colyton.
18	THE COURT: Good morning.
19	And, let's see, on behalf of Korth Direct.
20	MS. BEHNAM: Good morning, Your Honor, Tanya Behnam
21	with Polsinelli, LLP appearing on behalf of Korth Direct
22	Mortgage, Inc. in the Seaton, Colyton, and the individual
23	debtor cases.
24	THE COURT: Okay. Good morning. Okay.
25	So let me hear first from Mr. Talerico, and then I'll

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

And other than that there's -- we've been cooperatively using cash collateral with Gideon's (phonetic) consent on the Seaton, Colyton matters. But we do have some small cash collateral issues to address, SLA and Seaton, Colyton, which we are working on -intend to work on now and may be presenting a stipulation for cash collateral to the Court shortly hopefully. Okay. Mr. Shechtman. THE COURT: MR. SHECHTMAN: Yes, Your Honor. Thank you, Your Honor. The individuals are more or less in bankruptcy because of their personal quarantees. And their cases will -are following the real estate entity debtor cases. And we will be filing a joint plan. I think this is all information that's familiar to the Court. We have -- we've been periodically handling amended compliance and schedules and that kind of thing. I think we've generally been getting everything taken care of. We've been in regular touch with the U.S. Trustee. If we haven't already, we intend to file amended schedules to make some corrections. But overall I think everything is in order in terms of our papers. And we intend to move forward together with the

entity debtors to get toward a plan confirmation.

Okay.

THE COURT:

And nothing to change or add to

monitoring the cases as going along to see where it's going to

24

25

go.

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

- 1 and you don't have orders authorizing by stipulating or by 2 motion. So that needs to be addressed, and quickly.
- Turning to the deadlines I ordinarily would set with 3 regards to claims objections -- well, claims bar date, claims objections, and a disclosure statement hearing, I'm going to direct this Messrs. Talerico and Shechtman.

Is it appropriate to go forward, are you read to move forward with those things or do you need another -- it sounds like this case is still in its nascent infancy stages and you're not quite ready to go there; is that where you are?

MR. TALERICO: Thank you, Your Honor. Derrick Talerico.

You know, I don't think there's any dispute that these are single-asset real estate debtors and with the (inaudible) timeline in mind for those. You know, we did intend to have plans on file next month.

And this -- these are all -- are financial reorganizations, not operational per se. So there's not a whole lot that we feel we need to do in the cases, other than, you know put forth a plan that is confirmable.

So we do think that we'd like a date set for filing claims, the claims bar deadline.

And as far as the hearing date on the plan confirmation, I'm not sure we need that yet. But, like I said, it's our intention to have a plan on file next month.

1 THE COURT: Well, it's interesting what the statute 2 It says file a plan. It doesn't say have a plan confirmed or have a hearing on confirmation. So that's your 3 4 requirement. 5 Mr. Schectman, anything different than what 6 Mr. Talerico said? 7 MR. SHECHTMAN: No, Your Honor. We like this case 8 being jointly administered. It's efficient and appropriate. 9 And on all those items we would like to try to make 10 sure that we do things efficiently in that regard. 11 THE COURT: Okay. All right. Then I'll go ahead and 12 set deadlines. 13 With regards to a claims bar date, you -- I think you 14 had proposed June 14th, which is too soon. You need to give at least 60 days of notice of the claims bar date. 15 16 So today is May 9th. The earliest date that would 17 work would be somewhere around July 9th. Would you like that 18 I don't know how quickly you can get out your notice, 19 Mr. Talerico. 20 MR. TALERICO: Maybe give us a week after that. 21 THE COURT: Of course. So July 16. 22 MR. TALERICO: Yes. 23 THE COURT: Okay. So July 16th, 2024 will be the 24 deadline for claims to be filed. And you'll need to give at 25 least 60 days' notice of that deadline.

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

```
And then I don't -- it's unclear from your
description this is a financial case as opposed to a
reorganization case. Is this -- do you mean by that this is a
liquidating case?
          And that's important in terms of the next deadline
which I may or may not set, and that is setting a deadline on
objections to claims.
          I find it, if not necessary, highly helpful to have
all claim objections resolved before the disclosure statement
hearing if it's an operational -- if it's a going forward
reorganization where the income of the reorganized debtors are
going to be used to make payments on claims as opposed to
liquidating and paying them off through sales.
          So which is it likely to be, if you know,
Mr. Talerico?
          MR. TALERICO: This is not a liquidating case.
          THE COURT: Not a --
          MR. TALERICO: Sorry, Your Honor, this is
Mr. Talerico.
              This is not a liquidating case.
          THE COURT: Okay. So then I'm inclined to set a
deadline for objections to claims.
          So with that in mind, when would you like me to set
it, understanding that the deadline means you must have a
hearing set on objections to claims before the date I give you,
knowing under the FRBP you're going to have to give 30 days of
```

12 1 notice of that hearing? 2 MR. TALERICO: I'll defer to Mr. Shechtman, but say 3 60 days from our bar date. THE COURT: Okay. So roughly -- so sometime in 4 5 September. Do you concur, Mr. Shechtman? 6 MR. SHECHTMAN: Yes, Your Honor. That sounds fine. 7 Now, just to be clear, the Court wants the hearings 8 on claim objections to occur before confirmation of the plan or 9 before approval of disclosure statement? THE COURT: Before the disclosure statement. 10 MR. SHECHTMAN: Before we file the disclosure 11 12 statement. 13 THE COURT: Well, disclosure --14 MR. SHECHTMAN: Or before --15 THE COURT: To me disclosure statements make much more sense and much easier for creditors to understand when we 16 17 know what the allowed claims are. 18 MR. SHECHTMAN: Sure. But we're -- we have a 19 July -- not July 16th, but we have a fairly near-term deadline 20 to file a plan and disclosure --21 THE COURT: And you can --22 MR. SHECHTMAN: -- statement because of the --23 THE COURT: You can take that up with Congress 24 because the way they wrote the statute. 25 MR. SHECHTMAN: Okay.

```
1
              THE COURT:
                         -- and you will -- and I'm sure you will
 2
    comply with the statute which tells you to file a plan.
 3
              And then what happens with that plan with a
    disclosure statement, who knows what'll happen. But I'd like
 4
 5
    to set --
              MR. SHECHTMAN: Understood.
 6
 7
              THE COURT: -- these deadlines --
              MR. SHECHTMAN: Understood.
 8
 9
              THE COURT: -- within reality. That's sort of my
10
    goal. So it makes much more sense in reality in my experience
11
    that we know what the claims are before you prepare disclosure
12
    statement.
13
              And in these cases you're going to be using my
14
    mandatory form combined disclosure statement and plan. So at
15
    that point we'll have a really meaningful document.
16
              MR. SHECHTMAN: Understood. And, Your Honor, 60 days
17
    from the claims bar date as a -- is that the deadline -- that
18
    would be the deadline to file claim objections would be 60 days
19
    after the claims bar date, I think --
20
              THE COURT: No.
                               That is the date by which you will
21
    have --
22
              MR. SHECHTMAN: -- that would be reasonable -- oh.
23
              THE COURT: -- set hearings on objections to claims.
24
    Because it's self-calendaring, you can control that.
25
              MR. SHECHTMAN:
                              Your Honor, I think that makes sense
```

14 1 without prejudice to, you know, requests for an extension if 2 needs arise because of, you know, where -- we don't know today, 3 Your Honor, whether there'll be something that we need to look at more --4 5 THE COURT: I understand the world --MR. SHECHTMAN: -- in-depth and --6 7 THE COURT: -- changes. I understand. So this -- of course every -- all deadlines, except the ones that the Code 8 9 and the rules say you can't change, which doesn't include this 10 one, if there's cause, then you bring a motion or a stipulation 11 to extend the deadline. 12 MR. SHECHTMAN: Okay. That sounds fine, Your Honor. 13 THE COURT: So 60 days afterwards, we're talking 14 November. Okay. 15 And so we'll make it November 21st for objections to 16 claims. Let's see, wait, wait, wait, hold on a second. 17 proof of claim deadline's July 16th. So September -- make 18 September 20th a deadline for objections to claims. 19 Now I'm going to set a disclosure statement hearing. 20 So I think --21 MR. SHECHTMAN: Your Honor, I apologize for 22 interrupting. 2.3 THE COURT: Sure. 24 MR. SHECHTMAN: September 20th is approximately 60

EXCEPTIONAL REPORTING SERVICES, INC

days -- it's around 60 days after the claims bar date.

15 1 THE COURT: Correct. 2 MR. SHECHTMAN: The Court said that you're going to 3 set that as the deadline to object. THE COURT: 4 No. 5 MR. SHECHTMAN: Do you mean --It's the deadline by which you must have 6 THE COURT: 7 hearings set on objections to claims. So I'll -- let me just 8 go through the process. 9 So by July 16th, that's the deadline you will see all 10 the claims. You'll have a chance to look at them, review them, 11 discuss them with the claimants, decide whether you need to 12 object. 13 Then you have 30 days -- well, you'll have to file 14 and serve objections to claims if you need to make any. 15 those hearings have to be set on a date before September 20th, 16 2024. 17 MR. SHECHTMAN: Understood. So the hearing -- the 18 last date to have a hearing scheduled, to have an initial 19 hearing scheduled, would be September 20th. 20 THE COURT: Correct. 21 MR. SHECHTMAN: Got it. Thank you, Your Honor. 22 THE COURT: Sure. 2.3 MR. SHECHTMAN: Thank you for the clarification. 24 THE COURT: Oh, no worries. 25 So the next date I'm going to set is an actual

- 16 1 hearing date on a motion to approve a disclosure statement. 2 And, again, it's always subject to change. 3 And everything goes smoothly and everyone holds hands and walks into Court saying you have a consensual plan, you can 4 5 do it much earlier. So with that in mind, though, by September 20th 6 7 you're going to know what the status of allowed claims are, and 8 you'll need to file and serve a motion to approve disclosure 9 statement. 10 And you have to follow the timelines set forth in our 11 local bankruptcy rules for that. So I think you're looking at 12 some time in December. 13 MR. SHECHTMAN: Yes. 14 THE COURT: Okay. Good. How about the 12th of 15 December? 16 (No audible response.) 17 Or I'll offer you the 5th of December. You can have 18 a choice. 19 MR. TALERICO: I'd say December 12th is fine. THE COURT: Okay. 20 21 MR. TALERICO: On behalf of the corporate debtors.
- 22 THE COURT: So -- okay. So I'm not hearing any
- 23 dissent, so I'm going to say December 12th, 2024 at 11:00 a.m.
- 24 will be the hearing on the motion to approve your disclosure
- 25 statement.

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

```
And as I mentioned earlier, go to my page, the
Court's website, it's probably more than a page now, and see
what you need to do for -- with regards to the mandatory form
disclosure statement. And please follow that.
          Are there any other issues you want to raise at this
time, Mr. Talerico?
          MR. TALERICO: No, Your Honor.
          One thing I will note, though. I know that Your
Honor has a form, you know, disclosure statement, plan.
haven't examined it closely to see how well that would work in
a joint plan, multi-debtor scenario.
          I presume we can -- well, maybe if there's an issue
there that we see that maybe we could both schedule a status
conference (inaudible) Your Honor, but I --
          THE COURT: Okay.
         MR. TALERICO: -- (inaudible) --
          THE COURT: Well you should definitely be familiar
         I've been using it in maybe 20 years, so it's been
with it.
around.
          MR. TALERICO: Okay.
          THE COURT: And we've updated it and tried to make it
better.
          And I know it's been used in I think the largest
Chapter 11 case in the past 15 years we've had, and they got
through it somehow.
```

1 So take a look. If you really think you can't, you 2 can always file a motion asking for authority not to use it. You'll have to have a very good argument. 3 MR. TALERICO: Understood, Your Honor. 4 Thank you. 5 THE COURT: Okay. Mr. Shechtman, anything else you 6 want to raise? 7 MR. SHECHTMAN: Just procedural matters, Your Honor, 8 in terms of the next steps. 9 Are we going to do everything -- are we going to file 10 everything in the lead case? Are we going to do notice of bar 11 date, you know, and file the -- file all the orders in this 12 lead case? 13 And then do we -- and I apologize if this is already 14 in the order on joint administration. Are people is -- do we 15 want people to file claims in the -- in each case as per their 16 -- per the schedules or, you know, in terms of a creditor --17 should a creditor file a claim in the case of the debtor as 18 opposed to the lead case? 19 **THE COURT:** Okay. So because they're jointly 20 administered and not substantively consolidated, claims clearly 21 need to be segregated by which debtor is -- that the claimant 22 asserts is responsible for the claim.

In terms of other motions and other requests for relief, usually you follow the local bankruptcy rule on joint administration, you file it in the lead case, and then it

23

24

1 reflects if it affects all the cases. 2 It may not affect all the cases so that's -- with claims it doesn't necessarily affect all the cases so you have 3 to kind of look case-by-case as to what you need to do with 4 5 regards to docketing and filing. So my takeaway, Your Honor, is that 6 MR. SHECHTMAN: 7 we file and submit -- we file notices and lodge orders in the 8 main case, in the lead case, but we give instructions for

creditors to file in each individual case, in each respective

11 **THE COURT:** Yeah.

9

10

16

17

18

12 MR. SHECHTMAN: -- a company case.

case, whether it's an individual case or a --

- 13 **THE COURT:** With the caveat that there may be an order that only pertains to one case. For example, an order disallowing a claim.
  - MR. SHECHTMAN: Understood. For purposes of today we're talking about notice of a bar date. And are we doing a scheduling order as well?
- 19 **THE COURT:** I'll make sure that -- I'll take care of 20 that. I'll make sure the scheduling order gets entered.
- MR. SHECHTMAN: Okay. So for our purposes we can -you know, the jointly administered debtors will give notice of
  the bar date. That's our job.
- 24 **THE COURT:** Exactly.
- 25 MR. SHECHTMAN: Thank you, Your Honor. Thanks for

```
20
1
    the clarification again.
2
               THE COURT: Any time. Of course.
 3
               Okay. Last chance, anybody else want to say
 4
    something?
5
          (No audible response.)
 6
               Okay. Silence is golden. Thank you all very much.
7
    Court is in recess until 10:30.
8
          (This proceeding was adjourned at 10:26 a.m.)
 9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
```

## CERTIFICATION

I certify that the foregoing is a correct transcript from the electronic sound recording of the proceedings in the above-entitled matter.

Join Hudson

May 14, 2024

Signed

Dated

TONI HUDSON, TRANSCRIBER